

PROCUREMENT POLICY

1. Purpose and Scope

Stichting Lex Populi (LP) will procure goods, services and other supplies only where they are reasonably required to carry out LP's mission, programs and operations or to meet a bona fide organizational need. Procurement will seek good value for money while protecting LP's funds, maintaining integrity and fairness, and ensuring appropriate accountability to donors, beneficiaries and other stakeholders.

This Policy applies to LP directors, board members, employees, consultants, contractors, agents and any other person authorized to undertake procurement on behalf of LP ("Procurement Personnel"). It applies to purchases made with LP funds and, unless donor rules require otherwise, to purchases made with grant or project funds.

2. Legal and Donor Framework

LP will comply with applicable Dutch and European Union laws and regulations, applicable donor and grant requirements, and LP's Code of Conduct and other relevant policies. Where a donor agreement or applicable law imposes requirements that are more stringent than this Policy, those requirements will be followed.

LP is a private foundation and is not automatically subject to the full public-procurement regime merely because it operates in the Netherlands. However, if LP is acting as, or is legally required to comply with the rules applicable to, a contracting authority or contracting entity, or if a particular grant or contract makes public-procurement rules applicable, the relevant rules will be followed. In such circumstances, the principles of non-discrimination, equal treatment, transparency, objectivity and proportionality will apply.

3. Procurement Principles

- **Necessity:** purchases must be necessary and reasonably related to an approved organizational or project need.
- **Value for money:** LP will seek an appropriate balance of price, quality, suitability, delivery, sustainability, risk and total cost.
- **Competition:** competition will be used to the extent reasonably practicable and proportionate to the value and risk of the purchase.
- **Fairness and non-discrimination:** suppliers will be treated fairly, and procurement decisions will be based on objective criteria.
- **Transparency and documentation:** procurement decisions and exceptions will be appropriately documented.
- **Integrity:** conflicts of interest, bribery, kickbacks, improper gifts and other improper

influence are prohibited.

- **Proportionality:** requirements, procedures and documentation will be proportionate to the nature, value, complexity and risk of the procurement.
- **Confidentiality and data protection:** supplier information and personal data will be handled only for legitimate purposes and in accordance with applicable law and LP policies.

4. Procurement Responsibility and Segregation of Duties

Procurement authority is vested in the Managing Director and such other officers or employees as the Managing Director or Board may authorize in writing. To the extent practicable, the person requesting a purchase should not be the sole person responsible for approving the purchase, selecting the supplier and authorizing payment. Higher-value or higher-risk procurements should receive independent review or approval.

5. Procurement Methods and Approval Thresholds

The following internal thresholds apply to the aggregate estimated value of a procurement of goods or services, excluding VAT, unless a donor agreement or applicable law requires a lower threshold. LP will not artificially divide a requirement into multiple purchases to avoid a threshold or competition requirement.

Estimated Value (excl. VAT)	Minimum Method	Typical Documentation	Approval
Up to €25,000	Direct purchase; reasonable price required	Purchase request/invoice and brief evidence of reasonableness where appropriate	Managing Director
€25,001–€100,000	Written request for at least 3 quotations/ proposals	RFQ/RFP, evaluation, selection rationale and price/reasonableness analysis	Managing Director and Supervisory Board member
Above €100,000	Formal competitive procurement unless a documented exception applies	RFQ/RFP or other appropriate procedure; evaluation and award record	Managing Director and Supervisory Board member

These are LP's internal controls and are not statements of statutory Dutch or EU procurement thresholds. The applicable legal regime and donor requirements must always be checked separately.

6. Competitive Quotations and Proposals

For procurements requiring formal competition, LP will provide suppliers with sufficiently clear specifications or terms of reference, identify the principal evaluation criteria, and allow

reasonable time to respond. The evaluation should be based on criteria communicated to suppliers and may include price, quality, qualifications, experience, methodology, delivery, sustainability, security, data protection and other relevant factors

7. Selection and Award

The selected supplier should offer the best overall value for LP based on the stated criteria, rather than necessarily the lowest price. The procurement record must explain the basis for the selection, particularly where a higher-priced offer is selected.

Before award, LP may conduct proportionate due diligence, including verification of identity, legal status, references, relevant qualifications, financial or operational capacity, sanctions status, safeguarding risks, data-protection requirements and other risks appropriate to the procurement.

8. Exceptions and Non-Competitive Procurement

LP may make a non-competitive or sole-source purchase where competition is not reasonably practicable or would not achieve a proportionate outcome, including where: (a) only one supplier is reasonably capable of providing the required goods or services; (b) an emergency makes competitive procurement impracticable; (c) compatibility, continuity or technical requirements make a particular supplier necessary; (d) a competitive process has been conducted but produced no suitable or responsive offer; (e) a donor has expressly required or authorized a named supplier; or (f) another documented circumstance justifies an exception.

A non-competitive procurement must be supported by a written justification describing the reason competition was not used, confirming that the price or cost is reasonable, and identifying the required approval. A reasonable exception might be prior approval of a named vendor by a donor. An exception may not be used to avoid a competition requirement by splitting a procurement.

9. Conflicts of Interest, Gifts and Ethical Conduct

All procurement must comply with LP's Code of Conduct and Conflict of Interest and Gifts & Hospitality requirements. Procurement Personnel must disclose any actual, potential or perceived conflict of interest before participating in a procurement. A person with a material conflict should not participate in the evaluation or award unless LP determines that appropriate safeguards are in place.

No Procurement Personnel may request or accept a bribe, kickback, facilitation payment or other improper benefit from a supplier or prospective supplier. Suppliers must not be given confidential information that could provide an unfair competitive advantage.

10. Prohibited Practices

- Artificially dividing purchases to avoid approval, competition or other requirements.
- Falsifying quotations, invoices, evaluation records or other procurement documents.

- Providing unequal or preferential information to a supplier without a legitimate and documented reason.
- Allowing a supplier that materially participated in developing specifications or terms of reference to obtain an unfair competitive advantage in the same procurement.
- Accepting improper payments, gifts or benefits from suppliers.
- Awarding a contract based on a personal relationship or other undisclosed conflict of interest.
- Entering into a procurement arrangement that would violate applicable sanctions, anti-corruption, trade-control or other applicable laws.

11. Contracts and Purchase Orders

Higher-value or higher-risk procurements should be documented through a written contract or purchase order. Contracts should clearly state the scope of work or specifications, price and payment terms, deliverables, duration, responsibilities, termination provisions and any material compliance requirements.

Where relevant, contracts should also address confidentiality, intellectual property, data protection, information security, safeguarding, anti-corruption, sanctions, audit or record-access rights, and applicable donor requirements.

12. Contract Administration

The responsible LP personnel will monitor supplier performance and confirm that goods or services are received in accordance with the contract before invoices are approved for payment. Significant changes in scope, price or duration should be documented and approved in accordance with LP's authorization requirements. Unsatisfactory deliveries or performance should be documented and addressed through the contract terms. Payments should not be made for goods or services that have not been properly received or accepted, except where the contract expressly permits an advance or other payment arrangement.

13. Vendor Due Diligence and Sanctions

LP will apply proportionate due diligence to suppliers and contractors. For higher-risk or higher-value procurements, LP may verify ownership or control, registration, references, relevant qualifications, sanctions status, conflicts of interest and other integrity risks.

LP Associates must not knowingly engage in transactions prohibited by applicable EU or Dutch sanctions, restrictive measures, embargoes or trade controls. Where required by donor rules or the nature of the activity, additional screening or due diligence will be undertaken.

14. Sustainable and Responsible Procurement

Where proportionate and relevant to the procurement, LP may consider environmental sustainability, social responsibility, accessibility, labour standards, human rights, supply-chain risks and life-cycle costs as part of its procurement decisions. Such criteria must be relevant to the procurement, objectively assessable and applied consistently.

15. Procurement Records

LP will maintain procurement records sufficient to demonstrate the history and integrity of each material procurement. Records may include, as applicable: the purchase request and approval; estimated value and budget; procurement method; quotations or proposals; communications with suppliers; evaluation and selection criteria; evaluation results; justification for exceptions; due diligence; contract or purchase order; deliverables or evidence of receipt; invoices and payment approvals; and relevant correspondence.

Records will be retained in accordance with LP's Records Retention Policy, applicable law and donor requirements. Access to procurement records will be limited as appropriate to authorized personnel, auditors, donors and other persons legally entitled to access them.

16. Complaints and Concerns

Suppliers and other interested parties may raise concerns regarding a procurement through the channels designated by LP. LP will consider complaints fairly and in a manner proportionate to the nature of the concern. LP Associates must report suspected fraud, corruption, conflicts of interest or other misconduct in accordance with LP's reporting and whistleblower procedures. Retaliation against a person who raises a concern in good faith is prohibited.

17. Review and Exceptions

The Managing Director is responsible for implementation of this Policy and may issue procedures, templates and guidance consistent with it. Material exceptions to this Policy must be documented and approved by the Managing Director or Board, as appropriate. The Policy should be reviewed periodically and whenever material changes in law, donor requirements or LP's operations make revision appropriate.

18. Relationship to Public Procurement Law

This Policy is an internal procurement policy and does not itself determine whether LP is an "aanbestedende dienst," "special-sector company" or other entity subject to the Dutch Public Procurement Act 2012 (Aanbestedingswet 2012) or EU procurement directives. Where those rules legally apply to a particular procurement, LP will follow the applicable statutory procedure and current thresholds rather than relying solely on the internal thresholds in this Policy.

APPENDIX A

Procurement Checklist

	Yes/No
1 Is the purchase necessary and within an approved budget?	
2 Has the estimated total value been determined without artificially splitting the requirement?	
3 Is there an existing supplier, framework agreement or internal resource that should be considered?	
4 Is the appropriate procurement method selected based on value, risk and complexity?	
5 Have conflicts of interest been checked and disclosed?	
6 Have quotations or proposals been obtained where required?	
7 Were suppliers evaluated against objective and documented criteria?	
8 If competition was not used, has the exception been documented and approved?	
9 Has proportionate supplier due diligence been completed?	
10 Are sanctions, safeguarding, data protection and other relevant compliance risks addressed?	
11 Has the contract or purchase order been properly approved?	
12 Have goods/services been received and accepted before payment?	
13 Is the procurement file complete and stored in accordance with LP's records-retention requirements?	

APPENDIX A

Note on EU/Dutch Procurement Requirements

EU public-procurement directives establish harmonized rules above specified thresholds, while lower-value procurements remain subject to applicable national rules and general EU-law principles. For 2026–2027, the European Commission lists, among other thresholds, €140,000 for supplies and certain services of central government authorities, €216,000 for supplies and services of sub-central contracting authorities, €750,000 for specified social and other services, and €5,404,000 for works contracts. These thresholds apply to contracting authorities/entities within the relevant procurement regime and should not be treated as automatic thresholds for a private foundation such as LP.

Where LP is legally subject to Dutch public-procurement rules, the principles of equal treatment, non-discrimination, transparency, objectivity and proportionality must be observed. The Dutch Gids Proportionaliteit provides guidance on applying proportionality throughout the procurement process.